

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: :
 : Chapter 11
DELPHI CORPORATION, et al., :
 :
 : Case No. 05-44481 (RDD)
Debtors. :
 : (Jointly Administered)
 :
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**ORDER GRANTING ARAMARK'S MOTION FOR RELIEF FROM
AUTOMATIC STAY**

Upon consideration of ARAMARK Services, Inc.'s Motion for Relief from Automatic Stay ("Motion"); and upon the record of the hearing held on the Motion; and sufficient cause appearing therefor;

IT IS HEREBY FOUND AND DETERMINED THAT:

1. On or about June 1, 1989, ARAMARK Services, Inc., formerly known as ARA Services, Inc. ("ARAMARK"), and Debtors, formerly known as General Motors Corporation, Delco Products Division (hereinafter "Delphi"), entered into a Catering Agreement, whereby Delphi granted ARAMARK the right to operate a general catering service, as well as vending machines, within the premises of Delphi's business facility located at 2000 Forrer Blvd., Dayton, Ohio.

2. On or about June 1, 1989, ARAMARK and Delphi entered into a License Agreement, in conjunction with the Catering Agreement and intended as a part thereof. The License Agreement set forth certain obligations and responsibilities of the parties as to the use of the

physical premises and the price thereof. (Catering Agreement and Licensing Agreement are collectively referred to herein as “Contract”).)

3. Pursuant to the express terms of the Contract, the Contract can be terminated by either party without cause, upon providing sixty (60) days’ written notice (“60-day Notice of Termination Letter”).

IT IS HEREBY ORDERED, pursuant to 11 U.S.C. § 362, that relief from automatic stay be granted to ARAMARK to initiate termination of the Contract by sending to Delphi its 60-day Notice of Termination Letter and to complete the termination of the Contract in accordance with the terms of the Contract, once the sixty days have expired.

IT IS FURTHER ORDERED, that good cause exists to have this Order become effective immediately upon entry.

Dated: February _____, 2006

UNITED STATES BANKRUPTCY JUDGE